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**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE EASTERN DISTRICT OF VIRGINIA
RICHMOND DIVISION**

In re:

CIRCUIT CITY STORES, INC., et al.,

Debtors.

Case No. 08-35653-KRH
Chapter 11

**STIPULATION AND AGREED ORDER BY AND BETWEEN CHASE BANK USA, N.A.
AND CIRCUIT CITY STORES, INC. LIQUIDATING TRUST WITHDRAWING
WITH PREJUDICE PROOF OF CLAIM NUMBER 7065**

Chase Bank USA, N.A. ("Chase Bank") and Circuit City Stores, Inc. Liquidating Trust (the "Trust," and, together with the Chase Bank, the "Parties," and, each a "Party"), hereby enter into this stipulation and agreed order (this "Stipulation and Order") pursuant to which Chase Bank withdraws, with prejudice, Proof of Claim No. 7065, filed on or about January 28, 2009, and as amended on or about December 12, 2014 (the "Claim"), subject only to the approval of the United States Bankruptcy Court for the Eastern District of Virginia, Richmond Division (this "Court"). In connection with this Stipulation and Order, the Parties respectfully state as follows:

A. On or about January 28, 2009, Chase Bank filed herein that certain proof of claim designated by the claims agent as claim number 7065 (the "Original Claim").

B. The Debtors objected to the Original Claim, among others, pursuant to their Thirty First Omnibus Objection to Claims [Docket No. 4585]. Chase responded to the objections [Docket No. 4899] and the contested matter has since been continued from time to time.

C. On or about September 14, 2012, this Court entered that certain Order Automatically Expunging Claims [Docket No. 12402] (the “Claims Order”), directing the claims agent to strike and expunge all Excessively Delinquent Claims (i.e., claims filed with the Court on or after January 1, 2012) unless otherwise directed by further order of the Court and/or written instruction from the Trust.¹

D. On November 17, 2014, the Parties entered into, and filed with the Court, a stipulation permitting the filing of an amendment to the Claim [Docket No. 13476].

E. On or about December 12, 2014, Chase Bank filed that certain amended proof of claim as claim number 224-1 (the “Amended Claim”).

F. The Trust objected to the Claim on December 18, 2014, pursuant to the Motion of Alfred H. Siegel, Trustee, for Summary Adjudication Disallowing in Full Claim No. 7065 filed by Chase Bank USA, N.A. [Docket No. 13531].

WHEREFORE, THE PARTIES AGREE AND STIPULATE AS FOLLOWS:

1. The foregoing recitals are hereby fully incorporated into and made an express part of this Stipulation and Order.

2. Upon execution of this Stipulation and Order by the Parties, and subject to the approval of this Court, without which this Stipulation and Order shall be deemed null and void and without force and effect, the Claim shall be deemed withdrawn with prejudice, and the official claims register maintained in this Chapter 11 case shall be updated accordingly.

3. Nothing contained herein shall be considered an admission of liability of past or present wrongdoing, or liability by either Party.

¹ All capitalized terms not otherwise defined herein shall have the same meaning as set forth in the Claims Order.

4. This Court shall retain jurisdiction to hear and determine all matters arising from or related to the implementation of this Stipulation and Order.

5. This Stipulation and Order constitutes the entire agreement among the parties hereto and may not be amended or modified in any manner except by a writing signed by each of the parties or their counsel.

6. This Stipulation and Order is subject to the approval of the Bankruptcy Court. This Stipulation and Order shall not be binding upon the parties until the Court approves the Stipulation and Order. Upon Bankruptcy Court approval, this Stipulation and Order shall be binding upon the parties and each of their successors and assigns.

7. This Stipulation and Order may be executed in any number of counterparts by the Parties on different counterpart signature pages, all of which when taken together shall constitute one and the same agreement. Any of the Parties hereto may execute this Stipulation and Order by signing any such counterpart and each such counterpart, including a facsimile counterpart, shall for all purposes be deemed to be an original.

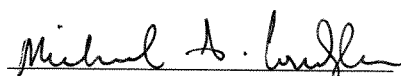
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STIPULATED AND AGREED:

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/s/ Paula S. Beran

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Counsel for the Circuit City, Inc. Liquidating Trust

CERTIFICATION OF ENDORSEMENT

I hereby certify under penalty of perjury that pursuant to Local Rule 9022-1, all necessary parties have endorsed this Stipulation.

By: /s/ Paula S. Beran

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**ORDER GRANTING STIPULATION BY AND BETWEEN CHASE BANK USA, N.A.
AND CIRCUIT CITY STORES, INC. LIQUIDATING TRUST WITHDRAWING WITH
PREJUDICE PROOF OF CLAIM NUMBER 7065**

Upon reviewing that certain Stipulation and Agreed Order By and Between Chase Bank USA, N.A. and Circuit City Stores, Inc. Liquidating Trust Withdrawing With Prejudice Proof of Claim Number 7065 (the “Stipulation”), and good cause appearing therefor, all capitalized terms not otherwise defined herein having the same meaning as set forth in the Stipulation, it is hereby ORDERED, ADJUDGED AND DECREED THAT the Stipulation is granted and that Proof of Claim 7065, as amended from time to time, shall be deemed withdrawn, with prejudice. The official claims register maintained in this Chapter 11 case shall be updated accordingly.

Dated: _____
Richmond, Virginia

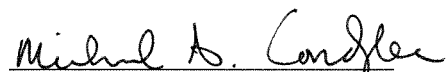
**Honorable Kevin R. Huennekens
United States Bankruptcy Judge**

WE ASK FOR THIS:

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/s/ Paula S. Beran
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Counsel for the Circuit City, Inc. Liquidating Trust

CERTIFICATION

I hereby certify under penalty of perjury that pursuant to Local Rule 9022-1, all necessary parties have endorsed this order.

By: /s/ Paula S. Beran